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July 30, 2007

BY HAND AND FAX

Hon. Vernon A. Williams, Secretary
 Surface Transportation Board
 395 E Street, S.W.
 Washington, D.C. 20423

ENTERED
 Office of Proceedings

JUL 30 2007

Part of
 Public Record

**RE: STB Finance Docket No. 35042, U S Rail
 Corporation -- Lease And Operation Exemption -
 Shannon G., a New Jersey limited liability company**

Opposition Statement of the City of Paterson, NJ

Dear Mr. Williams:

I am writing on behalf of U S Rail Corporation ("U S Rail"), in connection with the "Opposition Statement of the City of Paterson, New Jersey" dated July 25, 2007, and filed with the Board on July 26, 2007.

By this letter, US Rail seeks leave to file its reply on August 17, 2007. In support of its request, U S Rail notes that Paterson's filing, although titled as an "Opposition Statement," is really in the nature of a Petition to Reject an exemption. In fact, the Board's procedures related to the acquisition and operation of rail lines do not contemplate the filing of a pleading entitled an "Opposition Statement." They allow an Opponent to challenge a transaction by filing a Petition to Revoke (or as a practical matter, to reject) to which the applicant is entitled to respond. See, Class Exemption-Acq. & Oper. Of R. Lines Under 49 U.S.C. 10901, 11 C.F.R. 810, 812 (1985); 49 CFR 1150.32(c); and 49 CFR 1150.42(c). Paterson's pleading does not address issues that the Board asked U S Rail to discuss in its "Supplemental Information in Response to Board Order dated June 15, 2007" (on the issue

of whether or not the subject track is private trackage). Moreover, Paterson asks that "the exemption notice be rejected the grounds of factual and legal issues, and on the grounds that US Rail concealed the existence of a condemnation action against the proposed site." Paterson's Opposition Statement at 1. Accordingly, U S Rail is entitled to respond to this "Opposition" just as it would be had the City titled its pleading a "Petition."

That being said, the normal deadline for U S Rail's reply would be August 15, 2007. 49 CFR 1104.13(a) (20 days allowed for replies). Inasmuch as the undersigned counsel is moving his office on August 1 and will be on vacation from August 4-August 11, returning to the office on Monday August 13, 2007, a two-day extension is sought to enable the preparation of a proper reply.

An original and ten copies of this letter are being filed concurrently with the fax copy. Please date stamp and return one copy of this letter.

Respectfully submitted,



John D. Heffner

Cc: All parties
Mr. Gabe Hall
David Konschick, Esq. (Fax)